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Martha A. Nunez, CPA  
290 Woodbine Way, #202  
Palm Beach Gardens, FL 33418  
(561) 254-9132

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-11/13/01--01050--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

November 7, 2001

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Fountain of Youth Fitness Lifestyles, Inc.

Gentlemen:

Enclosed you will find an original and one copy of the Articles of Incorporation for Fountain of Youth Fitness Lifestyles, Inc., along with a check in the amount of \$70.00 to cover the fees.

Please return the recorded documents to the following address:

Martha A. Nunez, CPA  
290 Woodbine Way, #202  
Palm Beach Gardens, FL 33418

Yours very truly,

*Martha Nunez*

Martha Nunez, CPA

Enc.

FILED  
01 NOV 13 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T. Burch NOV 13 2001

ARTICLES OF INCORPORATION  
OF  
FOUNTAIN OF YOUTH FITNESS LIFESTYLES, INC.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FILED

ARTICLE I

The name of this Corporation is: Fountain of Youth Fitness Lifestyles, Inc.

ARTICLE II

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III

This Corporations is authorized to issue 7,500 shares of common stock, with a par value of one dollar.

ARTICLE IV

The amount of capital with which this Corporation will begin business shall not be less than \$500.00

ARTICLE V

This Corporation shall have a perpetual existence.

ARTICLE VI

The address of the principal place of business or principal office of this Corporation is: 3574-A Kenawee Road, Lantana, FL 33462.

ARTICLE VII

This Corporation shall have one director, initially, and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is: David Buglione, 3574-A Kenawee Road, Lantana, FL 33462.

ARTICLE VIII

This Corporation shall and does hereby indemnify and hold harmless every director and every officer, or every former director and every former officer, their heirs, executors, and administrators to the full extent permitted by law.

ARTICLE IX

No contract or other transaction between this Corporation and any other corporation in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the directors of this Corporation is or are

interested in, or is a director or officer or are the directors or officers of such other corporation and any director or directors, individually or jointly may be a party or parties to, or may be interested in any such contract or transaction of this Corporation or in which any person or persons, firm or corporation in the absence of fraud, shall be effected or invalidated by the fact that any director of directors of this Corporation is a party or are parties to be interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a director of this Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this Corporation in which he may be anywise interested. Any director of this Corporation may vote upon any contract or other transaction between this Corporation and any firm, association or corporation in which he may be anywise interested.

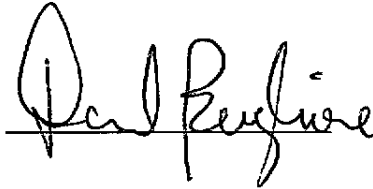
#### ARTICLE X

The name and address of the incorporator of this Corporation is:  
David Buglione, 3574-A Kenawee Road, Lantana, FL 33462.

#### ARTICLE XI

The name and address of the registered agent of this Corporation is:  
David Buglione, 3574-A Kenawee Road, Lantana, FL 33462.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7<sup>th</sup> day of November, 2001.



Incorporator

STATE OF FLORIDA ) S.S.  
COUNTY OF PALM BEACH)

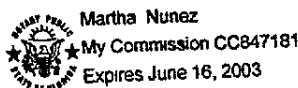
Before me, a notary public authorized to take acknowledgements in the State and County set above, personally appeared David Buglione, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11<sup>th</sup> day of November, 2001.



Notary Public  
State of Florida at Large

My Commission expires:

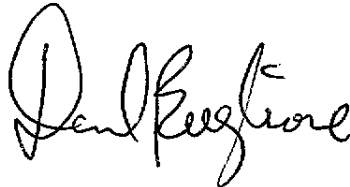


ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation. The address of the Registered Agent is: 3574-A Kenawee Road, Lantana, FL 33462.

A handwritten signature in black ink, appearing to read "David Buglione". The signature is fluid and cursive, with the first name "David" and last name "Buglione" clearly distinguishable.

David Buglione